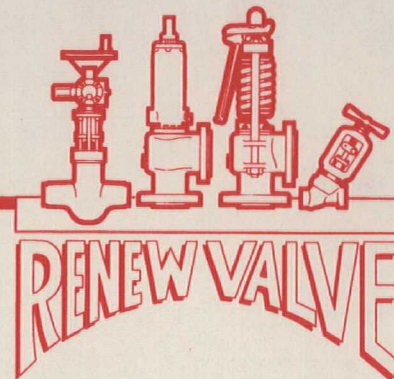




487280



ANSWERS TO EPA QUESTIONNAIRE

JUNE 22, 1993

1. James B. Rorick, President, Renew Valve & Machine Co., Inc.
DBA Dayton Precision Services
2. NONE
3. NONE
4. NOT APPLICABLE
5. NONE
6. No facilities operated in subject area between January 1, 1959 to December 31, 1985.

Current facility in subject area: 1038 Brandt St.
Beginning 9/1/93 to the present

818 E. Monument St.
From 2/1/91 to 8/30/92

Former owner of "Dayton Precision" was Vathauer, Inc. David Baughman,
President, 1222 W. Main St., Louisville, KY 40203.

7. James B. Rorick, President
Thadd Minton, Shop Foreman
David Baughman, Former Owner
8. NO
9. NO

**Renew Valve &
Supply Co., Inc.**

845 Monroe Street
Carleton, MI 48117
TEL: (313) 654-2201
FAX: (313) 654-8839

10. NONE

11. Zurich #CP0661379800
Current Policy Dates 12/18/92 - 12/18/93
\$1,000,000 Coverage, \$2,000,000 Blanket
(see attached policy pages regarding "Pollutants")

12. See attached 1989, '90, and '91 income tax returns.

13. a. Articles of Incorporation
b. See attached ~~4-22~~, '89, '90, '91, '92 "Reviewed Statements" of
corporation
c. James B. Rorick 51% owner of stock
Timothy W. Rorick 49% owner of stock
d. Not applicable

14. Not applicable

15. Not applicable

16. Not applicable

17. James B. Rorick, President
Renew Valve & Machine Co., Inc.
DBA Dayton Precision Services
845 Monroe Street
Carleton, MI 48117
313-654-2201

ARTICLES OF INCORPORATION

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a corporation for profit under the provisions of Act No. 327 of the Public Acts of 1931, as amended, as follows:

ARTICLE I.

The name of the corporation is Renew Valve & Machine Co., Inc.

ARTICLE II.

The purpose or purposes for which the corporation is formed are as follows:

1. To repair, re-work and machine industrial valves.
2. To conduct such other business related to tool, die, machine and repair operations.

In general to carry on any business in connection therewith and incident thereto not forbidden by the laws of the State of Michigan and with all the powers conferred upon corporations by the laws of the State of Michigan.

ARTICLE III.

Location of the first registered office is:

3288 Lakeshore Drive, Erie Shores, Monroe Monroe, Michigan.
(No.) (Street) (City) (Zone) (County)

Postoffice address of the first registered office is:

3288 Lakeshore Drive, Erie Shores, Monroe Monroe, Michigan.
(No. and Street or P. O. Box) (City) (Zone)

ARTICLE IV.

The name of the first resident agent is Dale Blair

ARTICLE V.

The total authorized capital stock is

(1)	{ Preferred shs. _____ Common shs. _____ }	{ Par Value \$ _____ Par Value \$ _____ }	per share
		{ Book Value \$ _____ Price fixed for sale \$ _____ }	per share
and, or shs. of (2)	{ Preferred _____ Common 500 _____ }	no par value	
		{ Book Value \$100.00 Price fixed for sale \$100.00 _____ }	per share

(3) A statement of all or any of the designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof is as follows:

The names and places of residence or business of each of the incorporators and the number and class of shares subscribed for by each are as follows: (Statute requires one or more incorporators)

ARTICLE VII.

(Statute requires at least three directors)

ARTICLE VIII.

The term of the corporate existence is thirty years.

OPTIONAL. (Please delete Article IX if not applicable.)

Whenever a compromise or arrangement or any plan of reorganization of this corporation is proposed between this corporation and its creditors or any class of them and/or between this corporation and its shareholders or any class of them, any court of equity jurisdiction within the state of Michigan, may on the application of this corporation or of any creditor or any shareholder thereof, or on the application of any receiver or receivers appointed for this corporation, order a meeting of the creditors or class of creditors, and/or of the shareholders or class of shareholders, as the case may be, to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the shareholders or class of shareholders, as the case may be, to be affected by the proposed compromise or arrangement or reorganization, agree to any compromise or arrangement or to any reorganization of this corporation as a consequence of such compromise or arrangement, said compromise or arrangement and said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the shareholders or class of shareholders, as the case may be, and also on this corporation.

ARTICLE X.

(Here insert any desired additional provisions authorized by the Act.)

We, the incorporators, sign our names this 29th day of December 19 61.

(All parties appearing under Article VI are required to sign in this space)

Date Blair

STATE OF MICHIGAN _____ }
COUNTY OF Wayne _____ } ss.

(One or more of the parties signing must acknowledge before the Notary)

On this 29th day of December 19 61,

before me personally appeared _____

DALE BLAIR

to me known to be the persons described in and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed.

[Signature]
(Signature of Notary)

(Print or type name of Notary)

Notary Public for Wayne County,
State of Michigan.

My commission expires December 31, 1963
(Notarial seal required if acknowledgment taken out of State)

ORIGINAL

(CORPORATION FOR EXCLUSIVE PROFIT)

ARTICLES OF INCORPORATION

OF

(Please type or print corporate name)

Under Act No. 227, Public Acts, 1931, as amended.

(This blank prepared by Michigan Corporation and Securities Commission.)

FILED

JAN 5 1962

L. J. H. H. H. H.

COMMISSIONER

Michigan Corporation & Securities Commission

MAIL THREE SIGNED AND ACKNOWLEDGED
COPIES TO:

Michigan Corporation & Securities Commission

P. O. Box 898

Lansing 4, Michigan

11

RECEIVED

JAN - 3 1962

MICHIGAN CORPORATION AND
SECURITIES COMMISSION

MICHIGAN CORPORATION AND
SECURITIES COMMISSION

JAN - 5 1962

BR

Compared by

BY-LAWS

ARTICLE

SHARES OF STOCK

SEC. 1. CAPITAL STOCK. The Capital of this Corporation shall be divided into five (5) non-assessable shares of

SEC. 2. CERTIFICATE OF SHARES. The Certificates for shares of the Capital Stock of this Company shall be in such form, not inconsistent with the Articles of Incorporation of the Company, as shall be prepared or be approved by the Board of Directors. The Certificates shall be signed by the President or Vice-President, and also by the Secretary.

SEC. 3. TRANSFER OF SHARES. Shares of the Capital Stock of the Company shall be transferred by endorsement of the Certificates representing said shares by the registered holder thereof or his attorney, and its surrender to the Secretary for cancellation. Whereupon the Secretary shall issue to the transferee or transferees, as specified by the endorsement upon the surrendered certificate, new certificates for a like number of shares. Transfers shall be made only upon the books of the Company and upon said surrender and cancellation; and shall entitle the transferee to all the privileges, rights and interests of a shareholder of this Company. *Amended 6/1/82*

SEC. 4. CLOSING OF TRANSFER BOOKS. The stock books shall be closed for the meeting of the shareholders, and for the payment of dividends during such period, not exceeding forty days, as, from time to time, may be determined by the Board of Directors, and during such period no stock shall be transferred upon said books.

SEC. 5. LIEN. The Corporation shall have a lien upon all stock or property of its members invested therein, for all debts due to it by the owners thereof.

SEC. 6. LOST CERTIFICATES. In case of the loss of any certificate of shares of stock, upon due proof by the registered holder or his representatives, by affidavit of such loss, the Secretary shall issue a duplicate certificate in its place, upon the corporation being fully indemnified therefor.

SEC. 7. DIVIDENDS. The Board of Directors, in its discretion, from time to time, may declare dividends upon the Capital Stock from the surplus and net profits of the Company.

SEC. 8. FISCAL YEAR. The fiscal year of the Company shall end on the day of in each year.

SEC. 9. CORPORATE SEAL. The Board of Directors shall provide a suitable corporate seal, which seal shall be in charge of the Secretary, and shall be used by him.

BY-LAWS (Continued)

ARTICLE

SHAREHOLDERS' MEETING.

SEC. 1. TIME, PLACE AND PURPOSE. Meetings of the shareholders of the Company shall be held annually at the registered office of the Company in Monroe, Michigan at ten o'clock A.M., on the 16th day of February of each year (after the year 1972), not a legal holiday, and if a legal holiday, then on the day following, for the purpose of electing directors, and for the transaction of such other business as may be brought before the meeting.

SEC. 2. SPECIAL MEETINGS. Special meetings of the Shareholders may be called by the President and Secretary, and shall be called by either of them at the request in writing or by vote of a majority of the Board of Directors, or at the request in writing by shareholders of record owning a majority in amount of the entire Capital Stock of the Company issued and outstanding.

SEC. 3. NOTICE. Written notice of any shareholders' meeting shall be mailed to each shareholder at his last known address, as the same appears on the stock book of the Company, or otherwise, at least ten days prior to any meeting and any notice of special meeting shall indicate briefly the object or objects thereof. Nevertheless, if all the shareholders waive notice of the meeting, no notice of the same shall be required, and whenever all the shareholders shall meet in person or by proxy, such meeting shall be valid for all purposes, without call or notice, and at such meeting any corporate action shall not be invalid for want of notice.

SEC. 4. QUORUM. At any meeting of the shareholders, the holders of a majority of all the voting shares of the capital stock of the Company issued and outstanding, present in person or represented by proxy, shall constitute a quorum. Meetings at which less than a quorum is represented may, however, be adjourned from time to time to a further date by those who attend, without further notice other than the announcement at such meeting, and when a quorum shall be present upon any such adjourned day, any business may be transacted which might have been transacted at the meeting as originally called.

SEC. 5. VOTING. Each shareholder shall be entitled to one vote for each share of voting stock standing registered in his or her name on the books of the Company, in person or by proxy duly appointed in writing and filed with the Secretary of the meeting, on all questions and elections. No proxy shall be voted after three years from its date unless said proxy provides for a longer period.

SEC. 6. ORGANIZATION. The President shall call meetings of the shareholders to order and shall act as Chairman of such meetings, unless otherwise determined by the holders of a majority of all the shares of the capital stock issued outstanding, present in person or by proxy. The Secretary of the Company shall act as Secretary of all meetings of the Company, but in the absence of the Secretary at any meeting of the shareholders or his inability to act as Secretary, the presiding officer may appoint any person to act as Secretary of the meeting.

BY-LAWS (Continued)

SEC. 7. INSPECTORS. Whenever any shareholder present at a meeting of shareholders shall request the appointment of inspectors, a majority of the shareholders present at such meeting and entitled to vote thereat, shall appoint inspectors who need not be shareholders. If the right of any person to vote at such meeting shall be challenged, the inspectors of election shall determine such right. The inspectors shall receive and count the votes either upon an election or for the decision of any question and shall determine the result. Their certificate of any vote shall be prima facie evidence thereof.

SEC. 8. GIVING NOTICE. Any notice required by statute or by these By-Laws to be given to the Shareholders, or to directors, or to any officer of the Company, shall be deemed to be sufficient to be given by depositing the same in a post office box, in a sealed, post-paid wrapper, addressed to such shareholder, director, or officer at his last known address, and such notice shall be deemed to have been given at the time of such mailing.

SEC. 9. NEW SHAREHOLDERS. Every person becoming a shareholder in this Company shall be deemed to assent to these By-Laws, and shall designate to the Secretary the address to which he desires that the notice herein required to be given may be sent, and all notices mailed to such addresses, with postage prepaid, shall be considered as duly given at the date of mailing, and any person failing to so designate his address shall be deemed to have waived notice of such meeting.

ARTICLE

DIRECTORS

SEC. 1. NUMBER, CLASSIFICATION AND TERM OF OFFICE. The business and the property of the Company shall be managed and controlled by the Board of Directors.

The number of Directors shall be three, but the number may be changed from time to time by the alteration of these by-laws. The first Board of Directors of this Corporation, named in the Articles of Incorporation, shall hold office until the first annual meeting to be held on the day of and thereafter on the second in in each year, beginning in . Directors shall hold office for the term of one year, and/or until their successors are elected and qualified.

SEC. 2. PLACE OF MEETING. The Directors may hold their meetings in such place or places within or without this State as a majority of the Board of Directors may, from time to time determine.

SEC. 3. MEETINGS. Meetings of the Board of Directors may be called at any time by the President or Secretary, or by a majority of the Board of Directors. Directors shall be notified in writing of the time, place and purpose of all meetings of the Board, except the regular annual meeting held immediately after the annual meeting of shareholders, at least three days prior thereto. Any Director shall, however, be deemed to have waived such notice by his attendance at any meeting

BY-LAWS (Continued)

SEC. 4. QUORUM. A majority of the Board of Directors shall constitute a quorum for the transaction of business, and if at any meeting of the Board of Directors there be less than a quorum present, a majority of those present may adjourn the meeting from time to time.

SEC. 5. VACANCIES. Vacancies in the Board of Directors shall be filled by the remaining members of the Board and each person so elected shall be a director until his successor is elected by the shareholders, who may make such election at the next annual meeting of the stockholders or at any special meeting duly called for that purpose.

SEC. 6. COMPENSATION. No Director shall receive any salary or compensation for his services as Director, unless otherwise especially ordered by the Board of Directors or by By-Law.

ARTICLE

OFFICERS

SEC. 1. The Board of Directors shall select a President, a Secretary and a Treasurer and may select one or more Vice-Presidents, Assistant Secretaries and Assistant Treasurers, who shall be elected by the Board of Directors at their regular annual meeting held immediately after the adjournment of the regular annual stockholders meeting. The term of office shall be for one year and until their successors are chosen. No one of such officers, except the President, need be a director, but a Vice-President who is not a director, cannot succeed to or fill the office of President. Any two of the above offices, except those of President and Vice-President, may be held by the same person, but no officer shall execute, acknowledge, or verify any instrument in more than one capacity. The Board of Directors may fix the salaries of the officers of the Company

SEC. 2. The Board of Directors may also appoint such other officers and agents as they may deem necessary for the transaction of the business of the Corporation. All officers and agents shall respectively have such authority and perform such duties in the management of the property and affairs of the Corporation as may be designated by the Board of Directors. Without limitation of any right of an officer or agent to recover damages for breach of contract, the Board of Directors may remove any officer or agent whenever, in their judgment, the business interests of the Corporation will be served thereby

SEC. 3. The Board of Directors may secure the fidelity of any or all of such officers by bond or otherwise.

ARTICLE

DUTIES OF OFFICERS

SEC. 1. PRESIDENT. The President shall be the chief executive officer of the Company, and in the recess of the Board of Directors shall have the general control and management of its business and affairs, subject, however, to the right of the Board of Directors to delegate any specific power except such as may be by statute exclu-

BY-LAWS (Concluded)

sively conferred upon the President, to any other officer or officers of the Company. He shall preside at all meetings of the Directors and all meetings of the shareholders, unless otherwise determined by a majority of all the shares of the capital stock issued and outstanding, present in person or by proxy.

SEC. 2. VICE-PRESIDENT. In case the office of President shall become vacant by death, resignation, or otherwise, or in case of the absence of the President, or his disability to discharge the duties of his office, such duties shall, for the time being, devolve upon the Vice-President who shall do and perform such other acts as the Board of Directors may, from time to time, authorize him to do, but a Vice-President who is not a director cannot succeed to or fill the office of President.

SEC. 3. TREASURER. The Treasurer shall have custody and keep account of all money, funds and property of the Company, unless otherwise determined by the Board of Directors, and he shall render such accounts and present such statement to the Directors and President as may be required of him. He shall deposit all funds of the Company which may come into his hands in such bank or banks as the Board of Directors may designate. He shall keep his bank accounts in the name of the Company, and shall exhibit his books and accounts, at all reasonable times, to any Director of the Company upon application at the office of the Company during business hours. He shall pay out money as the business may require upon the order of the properly constituted officer or officers of the Company, taking proper vouchers therefor; provided, however, that the Board of Directors shall have power by resolution to delegate any of the duties of the Treasurer to other officers, and to provide by what officers, if any, all bills, notes, checks, vouchers, orders or other instruments shall be countersigned. He shall perform, in addition, such other duties as may be delegated to him by the Board of Directors.

SEC. 4. SECRETARY. The Secretary of the Company shall keep the minutes of all the meetings of the shareholders and Board of Directors in books provided for that purpose; he shall attend to the giving and receiving of all notices of the Company; he shall sign, with the President or Vice-President, in the name of the Company, all contracts authorized by the Board of Directors, and when necessary shall affix the corporate seal of the Company thereto; he shall have charge of the certificate books, transfer books and stock ledgers and such other books and papers as the Board of Directors may direct; all of which, shall, at all reasonable times, be open to the examination of any Director upon application at the office of Secretary, and in addition such other duties as may be delegated to him by the Board of Directors.

ARTICLEAMENDMENTS

SEC. 1. The shareholders or the Board of Directors may alter, amend, add to or repeal these By-Laws, including the fixing and altering of the Board of Directors; provided that the Board of Directors shall not make or alter any By-Laws fixing their qualifications, classifications, or term of office.

JOINT ACTION OF SHAREHOLDERS AND DIRECTORS
IN LIEU OF A MEETING
OF RENEW VALVE & MACHINE CO., INC.

Carlton, Michigan
June 1, 1983

Pursuant to authority granted by Michigan Compiled Laws Annotated Sections 450.1407 and 450.1525 permitting action by shareholders and directors without formal meeting, upon the written approval of all shareholders and directors, it is unanimously agreed and consented to by the shareholders and directors of Renew Valve & Machine Co., Inc., that the following shall constitute the official acts and the record thereof of the shareholders and directors of said corporation.

WHEREAS, it is deemed advisable to amend the Bylaws of the corporation to provide for certain restrictions on the transferability on the no par value common stock of the corporation,

NOW, THEREFORE, BE IT RESOLVED that the Article entitled "Shares of Stock", Section 3 entitled "Transfer of Shares" be and hereby is amended, so that as amended it shall read in its entirety as follows:

"SEC. 3. TRANSFER OF SHARES.

1. Certificate of Stock. Each shareholder of this corporation whose stock has been paid up shall be entitled to a certificate or certificates, showing the amount and kind of stock registered in his name on the books of the corporation. Each certificate shall be issued in numerical order from the stock certificate book, and the certificates of the issues of each different class of stock, if more than one class be created, shall be separately consecutively numbered. The certificates shall be signed by the President or Vice-President and Secretary. A record of each certificate shall be entered on the stub thereof.

2. Restrictions against sale or transfer of stock.

(a) Whenever a holder of common stock shall desire

to sell or transfer any shares, such holder must first give written notice by certified mail, return receipt requested, of such desire, addressed to the President of the corporation or, in the event that the holder who so desires to sell or transfer shares shall be such President, then to the Secretary of the corporation. Such written notice shall specify the number of shares of common stock which the holder desires to sell or transfer.

(b) Upon receipt of written notice referred to above, the person to whom the same is addressed shall promptly inform the Board of Directors and the holder from whom such notice is received of such number of shares and the fair value thereof shall be determined pursuant to paragraph (f) of this Article.

(c) The Board of Directors of the corporation shall have the right to cause to be purchased, for and on behalf of the corporation, out of the surplus of the corporation, all of the common stock specified by a holder in such written notice at the fair value thereof. Such rights shall be exercised by notifying such holder within twenty (20) days after receipt by the President or Secretary of the written notice of the decision of the Board of Directors to purchase all of the stock covered by the written notice. The transfer to the corporation of common stock so purchased in exchange for the fair value thereof in cash shall be effective at any time, but not more than one hundred eighty (180) days after such notification by the Board of Directors, as the Board of Directors may designate.

(d) Upon the death of a holder of common stock of the corporation at any time, the Board of Directors shall have the same rights, which rights shall accrue on the date on which the Board shall have received notice of such death (with respect to the purchase of such shares from the legal representative or legatee of such deceased common shareholder).

(e) Any common stock covered by such a written notice or owned by a holder on the date of his death which shall not be purchased by the corporation in accordance with the above provisions must then be offered to remaining holders of such common stock who must then purchase the said shares at the fair value thereof. Each such shareholder shall be required to purchase such shares offered for sale in proportion to the number of shares of common stock of which he shall then be the owner.

(f) If the fair value cannot be determined by mutual agreement within twenty (20) days after the event initiating a proposed transfer, the parties agree that the decision of a majority of an odd number of appraisers shall be binding. One appraiser shall be appointed by each potential purchaser, one appointed by the seller, and a sufficient additional number appointed by those appraisers to reach an odd number. In the event of the inability of the parties to select the proper number of appraisers within ninety (90) days after the event initiating the proposed transfer, then the American Arbitration Association shall select such appraisers as are necessary within thirty (30) days.

(g) The purchase price shall be paid in five equal annual installments of principal and accrued interest, with interest at the rate of 10% per annum. The installments shall be paid commencing on the fifth anniversary of the date when the fair value is determined, either by mutual agreement or by the method set forth in subparagraph (f) of this paragraph 2. Any amount due may be prepaid without penalty.

(h) All times herein specified regarding the purchase and sale of stock in paragraphs (a) through (g) shall be extended by any arbitration proceedings.

(i) Any shares hereafter issued by the corporation shall be subject to paragraphs (a) through (h) hereof and no additional shares of any class shall be issued by the corporation without the consent of the majority of shareholders of such class or classes then existing and then shall be issued only if such additional shares are offered first to the then existing shareholders in proportion to their then existing respective holdings.

3. Transfers of stock.

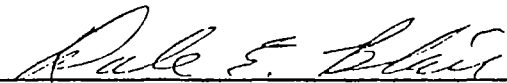
(a) Transfer of stock shall be made only on the books of the corporation and must be accompanied by surrender of the certificate properly endorsed evidencing the stock transferred. The certificate surrendered shall be cancelled and attached to the respective stub. No certificate shall be transferred until proof has been furnished that the necessary provisions have been fully complied with.

(b) Certificates destroyed or defaced, upon order of the directors and upon production and surrender and cancellation of the certificates, or upon proceedings as provided by law, may be replaced by new certificates, issued to the persons entitled thereto.

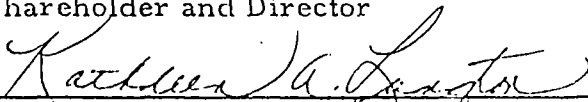
(c) The Board of Directors shall have power and authority to make all such rules and regulations as they may deem needful concerning the issue, transfer and registration of the share certificates of the corporation, and may open transfer books in any state or foreign country and appoint such regular or special transfer agents and registrars, if any, as they may deem advisable and may agree with such agents and registrars as to their duties and liabilities and may at any time remove them. Whenever such agent or registrar ceases to be such for the corporation, all books and registers and other property of the corporation which such agent or registrar may have in its possession shall be returned to the corporation as the directors may require. "

AND BE IT FURTHER RESOLVED that the Bylaws of the corporation, except as otherwise herein specifically amended, are hereby ratified, approved and confirmed.

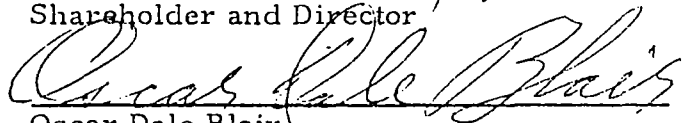
The undersigned being all of the shareholders and directors of Renew Valve & Machine Co., Inc., hereby consent to the taking of action without formal meeting, and approve, consent to, ratify and confirm the foregoing acts as constituting the official action taken by the shareholders and directors of said corporation.



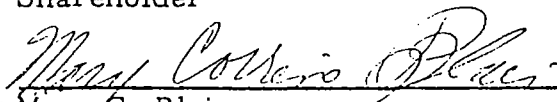
Dale E. Blair
Shareholder and Director



Kathleen Langton
Shareholder and Director



Oscar Dale Blair
Shareholder



Mary C. Blair
Director